

MCGOWAN EUGENE E

Form 4

April 01, 2009

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MCGOWAN EUGENE E

2. Issuer Name **and** Ticker or Trading  
Symbol  
GRANITE CITY FOOD &  
BREWERY LTD [GCFB]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
308 E. PENNBROOK CIRCLE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/30/2009

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

SIOUX FALLS, SD 57108

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock					198,254	D	
Common Stock					15,128	I	see footnote <sup>(1)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Warrant to purchase Common Stock	\$ 0.2527	03/30/2009		P		160,000		09/30/2009	03/30/2014	Common Stock	160,000
Warrant to purchase Common Stock	\$ 0.2527	03/30/2009		P		160,000		09/30/2009	03/30/2014	Common Stock	160,000
9% Convertible Promissory Note	\$ 0.5	03/30/2009		P		160,000		03/30/2009	10/01/2010	Common Stock	160,000
9% Convertible Promissory Note	\$ 0.5	03/30/2009		P		160,000		03/30/2009	10/01/2010	Common Stock	160,000
Stock Option (right to buy)	\$ 0.327							01/01/2010	01/01/2019	Common Stock	15,000
Stock Option (right to buy)	\$ 2.66							01/01/2009	01/01/2018	Common Stock	15,000
Stock Option (right to buy)	\$ 5.12							01/01/2008	01/01/2012	Common Stock	15,000
Stock Option (right to buy)	\$ 4.74							01/01/2007	01/01/2011	Common Stock	15,000
Stock Option (right to	\$ 4.9							01/01/2006	01/01/2010	Common Stock	15,000

buy)

Warrant to  
purchase  
Common  
Stock

\$ 5

11/04/2004 11/04/2009

Common  
Stock

170

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCGOWAN EUGENE E 308 E. PENNBROOK CIRCLE SIOUX FALLS, SD 57108	X			

## Signatures

/s/ Monica A. Underwood - Attorney  
in Fact

04/01/2009

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Held by Granite Partners, L.L.C.
- (2) Held by Harmony Equity Income Fund, L.L.C. Mr. McGowan may be deemed to have indirect beneficial ownership over the shares held by such entity based on his beneficial ownership and management thereof.
- (3) Held by Harmony Equity Income Fund II, L.L.C. Mr. McGowan may be deemed to have indirect beneficial ownership over the shares held by such entity based on his beneficial ownership and management thereof.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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